

Delaware

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The First State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF FORMATION OF "KEYSTONE WIRELESS, LLC", FILED IN THIS OFFICE ON THE TWELFTH DAY OF JULY, A.D. 2002, AT 12:59 O'CLOCK P.M.



Harriet Smith Windsor

Harriet Smith Windsor, Secretary of State

3547005 8100

AUTHENTICATION: 1881405

020448274

DATE: 07-12-02

Jul-12-2002 11:30

From-GOULD & RATNER

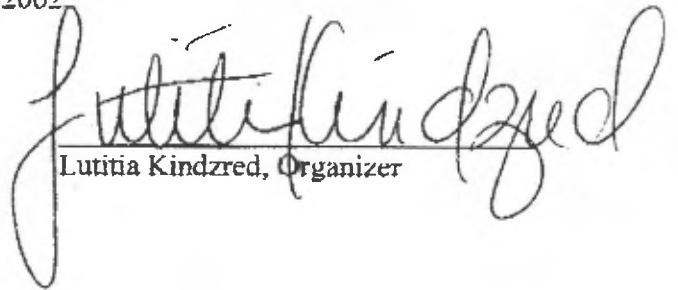
312-236-3241

STATE OF DELAWARE
SECRETARY OF STATE
DIVISION OF CORPORATIONS-981
FILED 12:59 PM 07/12/2002
020448274 - 3547005

**STATE OF DELAWARE
CERTIFICATE OF FORMATION
OF
KEYSTONE WIRELESS, LLC**

- FIRST: The name of the limited liability company is Keystone Wireless, LLC.
- SECOND: The address of its registered office in the State of Delaware is 9 East Lookerman Street in the City of Dover, County of Kent. The name of its Registered Agent at such address is The National Registered Agents, Inc.
- THIRD: The latest date on which the limited liability company is to dissolve is December 31, 2051.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Formation of Keystone Wireless, LLC, this 12th day of July, 2002.


Lutitia Kindzred, Organizer

Delaware

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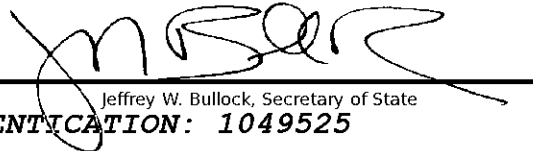
The First State

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF AMENDMENT OF "KEYSTONE WIRELESS, LLC", CHANGING ITS NAME FROM "KEYSTONE WIRELESS, LLC" TO "LIMITLESS MOBILE, LLC", FILED IN THIS OFFICE ON THE TENTH DAY OF JANUARY, A.D. 2014, AT 1:29 O'CLOCK P.M.

3547005 8100

140033604




Jeffrey W. Bullock, Secretary of State
AUTHENTICATION: 1049525

DATE: 01-10-14

STATE OF DELAWARE
CERTIFICATE OF AMENDMENT

FIRST: Name of limited liability company: Keystone Wireless, LLC.

SECOND: The certificate of formation of the company is hereby amended by amending and restating the second paragraph thereof in its entirety to read as follows:

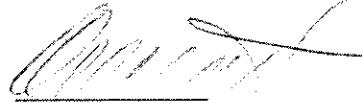
“FIRST: The name of the limited liability company (hereinafter called the “Limited Liability Company”) is: **Limitless Mobile, LLC**”.

IN WITNESS WHEREOF, the undersigned has caused this Certificate of Amendment to be duly executed on the 7th day of January, 2014.

KEYSTONE WIRELESS, LLC

By: PC Management, Inc., its Manager

By:



Robert C. Martin
Chief Executive Officer